



**STATE OF HAWAII
DEPARTMENT OF TRANSPORTATION
869 PUNCHBOWL STREET
HONOLULU, HAWAII 96813-5097**

Board of Land and
Natural Resources
State of Hawaii
Honolulu, Hawaii

**AMENDMENT NO. 1 TO CONCESSION AGREEMENT NO. DOT-A-06-0007
RETAIL CONCESSION AGREEMENT
DFS GROUP L.P., KAHULUI AIRPORT**

MAUI

The Department of Transportation (DOT) proposes to amend the existing Retail Concession Agreement (DOT-A-06-0007) at Kahului Airport. The following contains a description and summary of some of the major terms and conditions that the DOT anticipates incorporating into the amendment:

PURPOSE:

To amend the existing Concession Agreement DOT-A-06-0007 at Kahului Airport, to allow for additional spaces to offer wired and wireless internet access and retail space to service airport travelers. Under Article III Premises of the Concession Agreement, the specific area assigned or provided for the concession may be changed at the discretion of the Director of Transportation.

APPLICANT:

DFS Group L. P. whose business address is 2255 Kuhio Avenue, Suite 1800, Honolulu, Hawaii 96815

LEGAL REFERENCE:

Chapter 102, Hawaii Revised Statutes, as amended

LOCATION AND TAX MAP KEY:

Kahului Airport, Terminal Complex 2nd Division, 3-8-001-019
Kahului Airport, Island of Maui, Hawaii

Building 341, Space No. 224 (Kiosk), containing an area of approximately 65 square feet as shown on the attached Exhibit F, dated January 2008.

Building 340, Space No. 208 (Kiosk), containing an area of approximately 50 square feet as shown on the attached Exhibit G, dated January 2008.

Building 342, Space No. 221 (Kiosk), containing an area of approximately 65 square feet as shown on the attached Exhibit H, dated January 2008.

Building 344, Space No. 204 (Kiosk), containing an area of approximately 65 square feet as shown on the attached Exhibit I, dated January 2008.

Building 346, Space No. 222 (Kiosk), containing an area of approximately 65 square feet as shown on the attached Exhibit J, dated January 2008.

Building 350, Space No. 221 (Kiosk), containing an area of approximately 65 square feet as shown on the attached Exhibit K, dated January 2008.

Building 354, Space No. 222 (Kiosk), containing an area of approximately 65 square feet as shown on the attached Exhibit L, dated January 2008.

ANNUAL FEE:

Concession Fee. The Minimum Annual Guaranteed (MAG) Fee provision of Article VI.A.1.a (Concession Fee) shall not be changed by any increase in the total area occupied by the CONCESSIONAIRE due to the inclusion of the Additional Premises. All revenue generated by the Additional Premises shall be reported as Gross Receipts under the Agreement.

Floor Rental: In accordance with Article VI.C.1. (Rental), the applicant shall pay a floor rental of Fifty Thousand Seven Hundred and no/100 dollars (\$50,700.00) per annum which is equal to the square footage of the additional premises as shown below multiplied by \$39.00 per square foot per annum which is the rate for retail sales at Kahului Airport. No floor rent for the additional spaces occupied by the Kiosks.

Building 330, Space No. 201, addition of approximately 245 square feet
Building 330, Space No. 204, addition of approximately 375 square feet
Building 344, Space No. 203B, approximately 680 square feet

REMARKS:

The DOT and the applicant entered into Concession Agreement No. DOT-A-06-0007, dated June 28, 2006, for the Retail Concession at Kahului Airport. The applicant finds that the additional premises for retail and the kiosks spaces for wired and wireless internet access will allow the applicant to better serve the traveling public.

RECOMMENDATION:

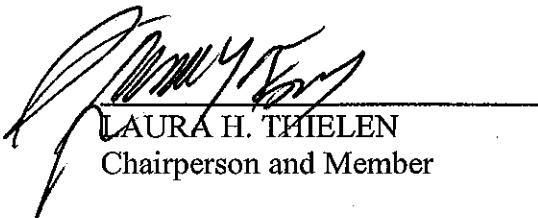
The Board authorize the Department of Transportation to amend the existing Concession Agreement (DOT-A-06-0007) subject to: 1) terms and conditions herein outlined, which are by reference incorporated herein; 2) such other terms and conditions as may be prescribed by the Director of Transportation to best serve the interest of the State; and 3) review and approval by the Department of the Attorney General.

Respectively submitted,

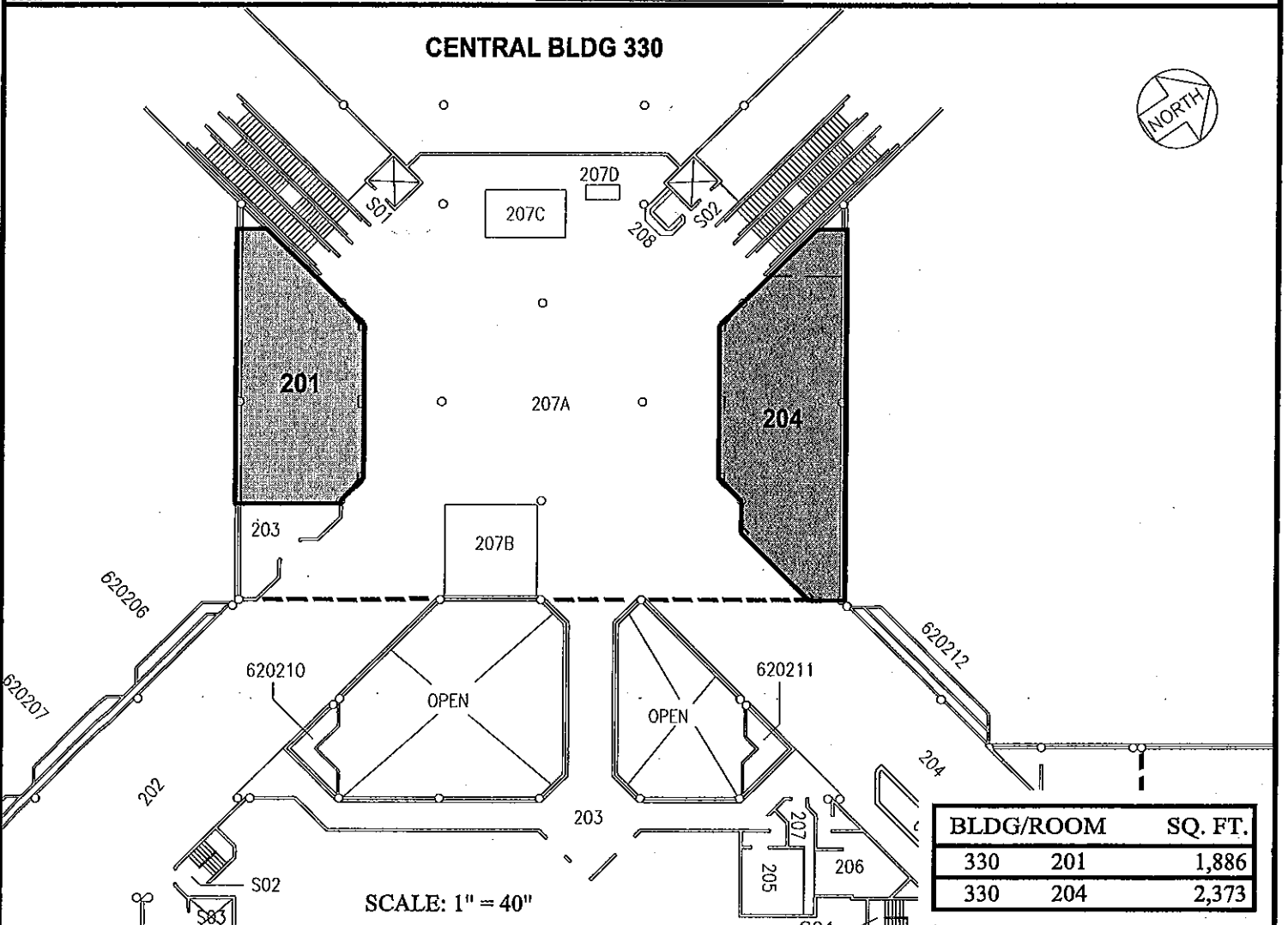
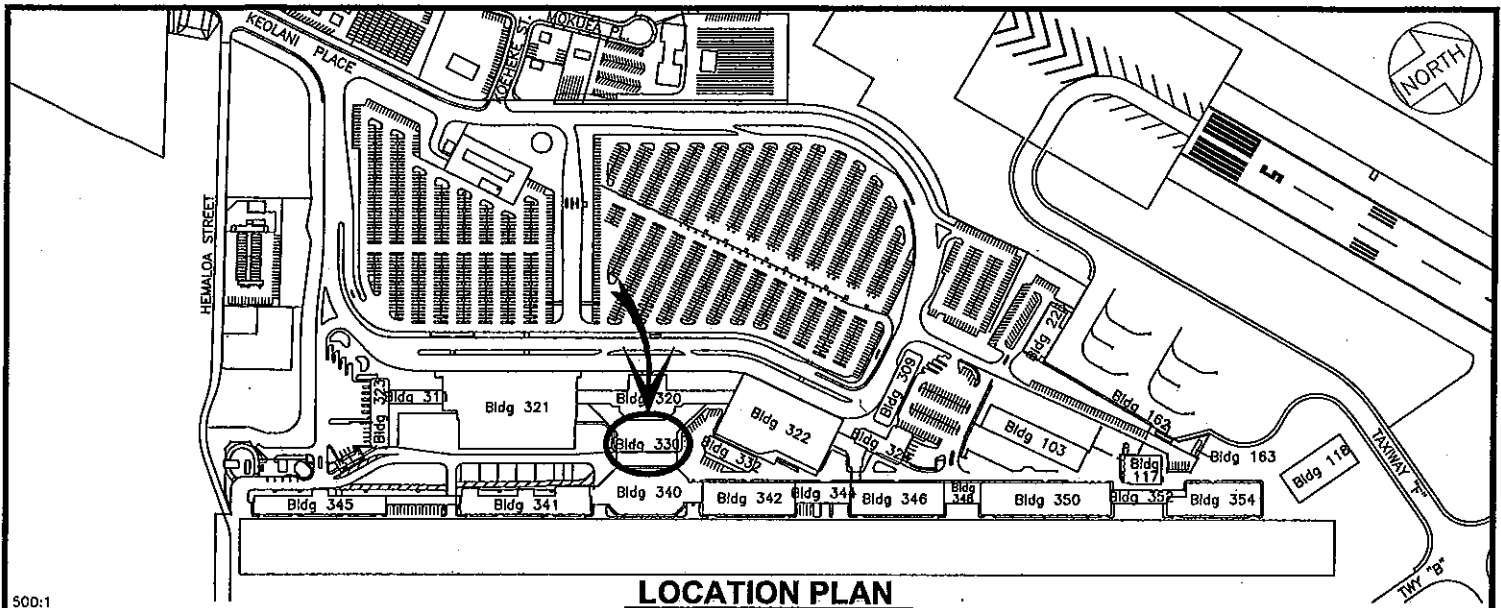


BRENNON T. MORIOKA, Ph.D, P.E.
Director of Transportation

APPROVED FOR SUBMITTAL:



LAURA H. THIELEN
Chairperson and Member



LEASE NO. DOT-A-06-0007

DATE : AUGUST 2007

EXHIBIT: **C**



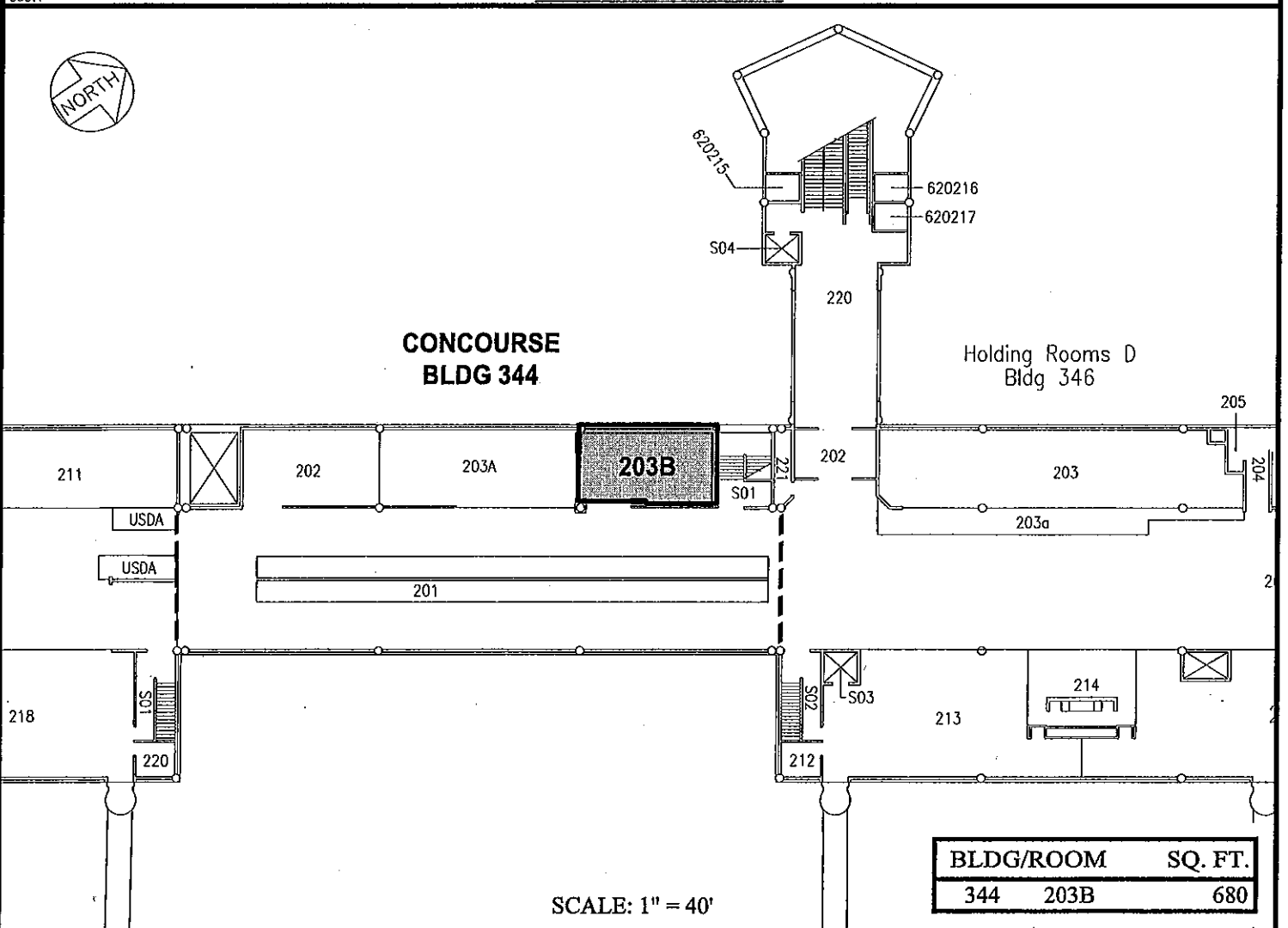
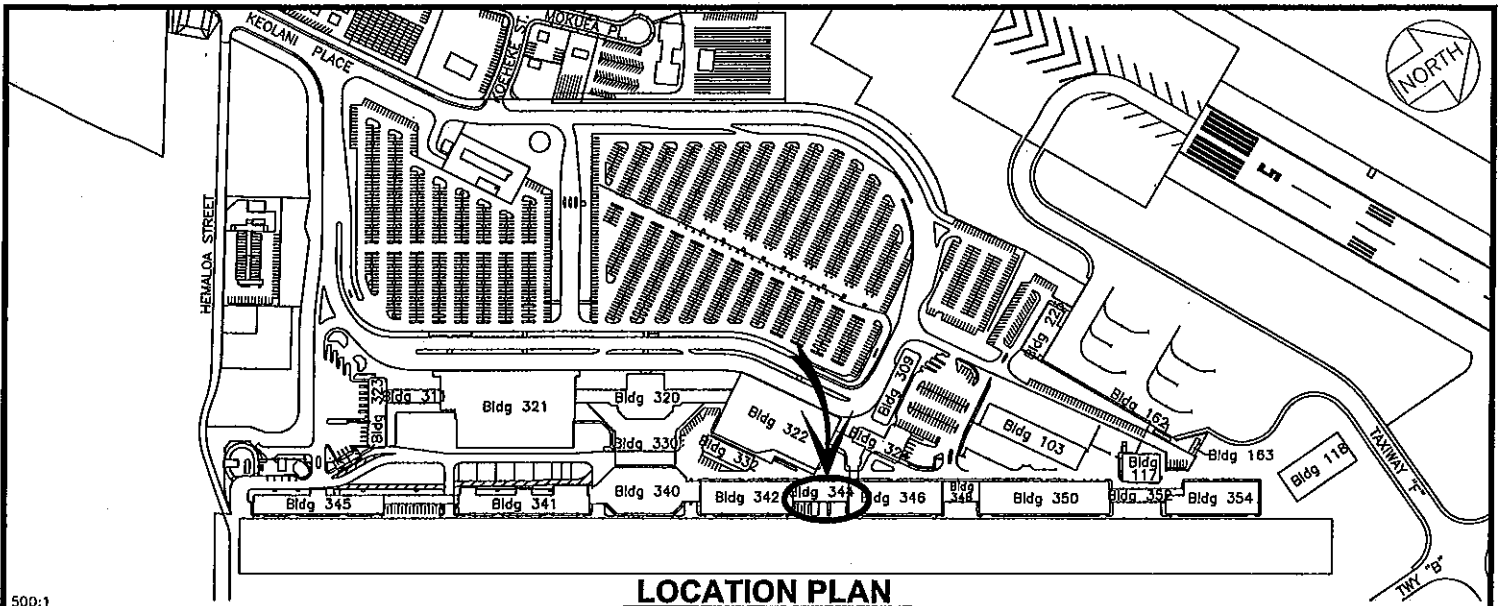
DFS GROUP L.P.

BUILDING 330
CENTRAL BUILDING
SECOND LEVEL

330-201
330-204
PLATS A2, 35

KAHULUI AIRPORT

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LEASE NO. DOT-A-06-0007

DATE : JULY 2007

EXHIBIT: **E**



Airports Division

DFS GROUP L.P.

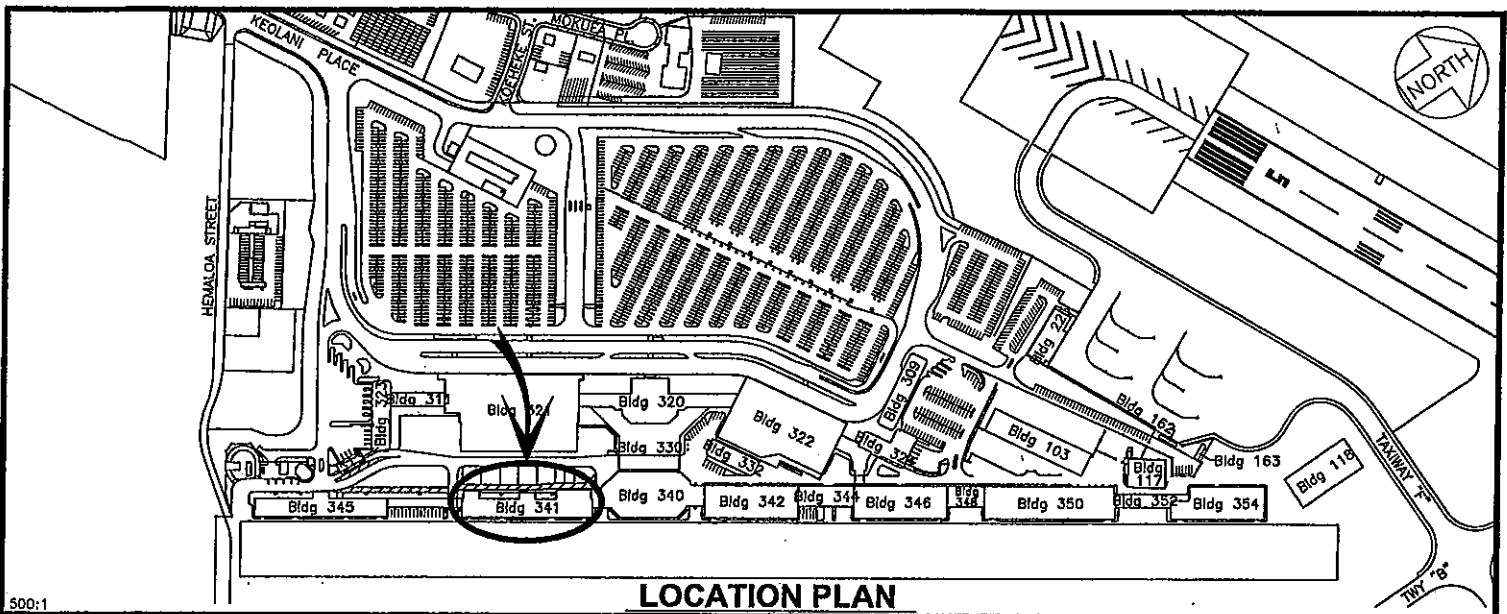
**BUILDING 344
CONCOURSE
SECOND LEVEL**

344-203B

PLATS A2, 35

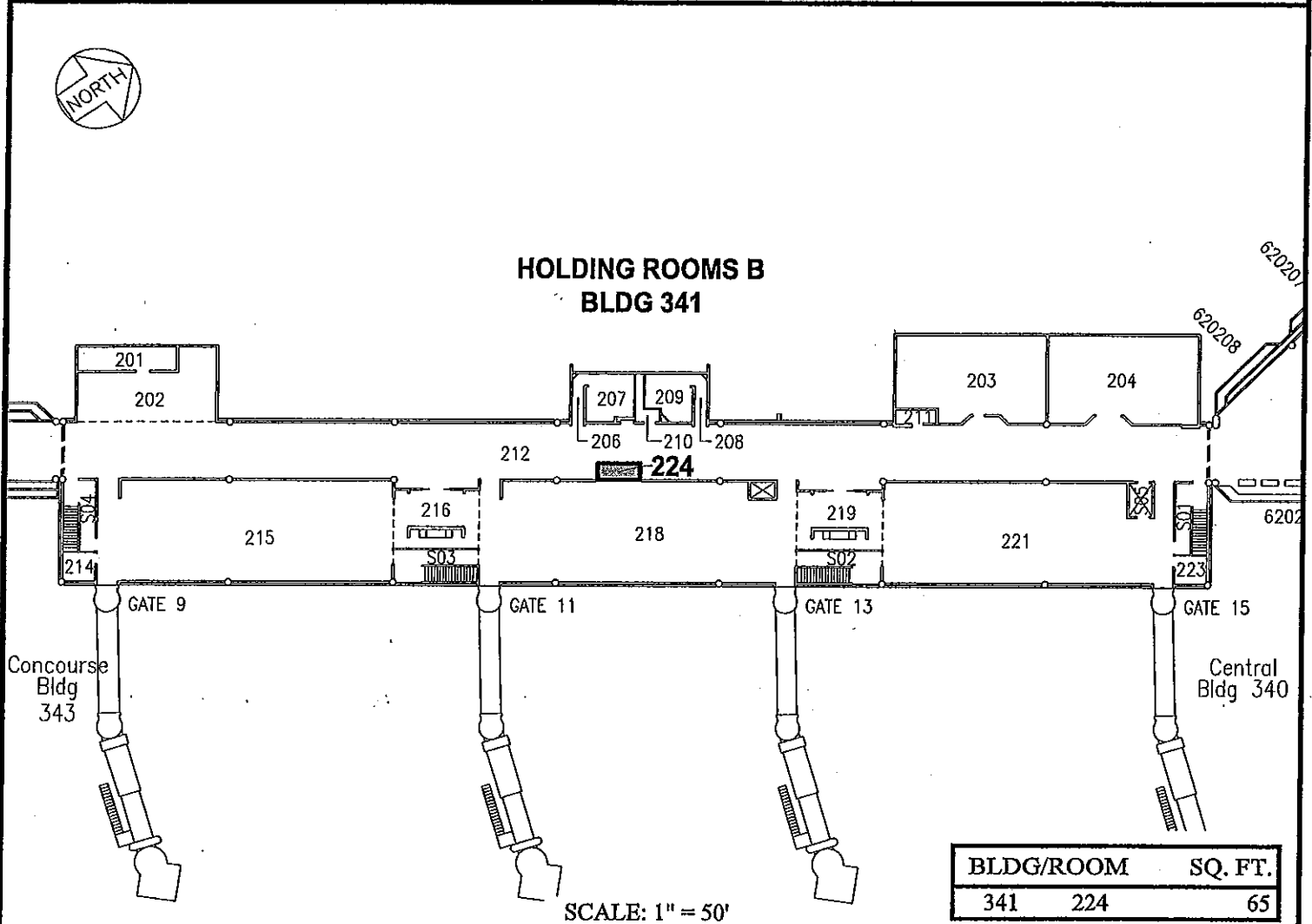
KAHULUI AIRPORT

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LOCATION PLAN



LEASE NO. DOT-A-06-007

DATE : JANUARY 2008

EXHIBIT: F



Airports Division

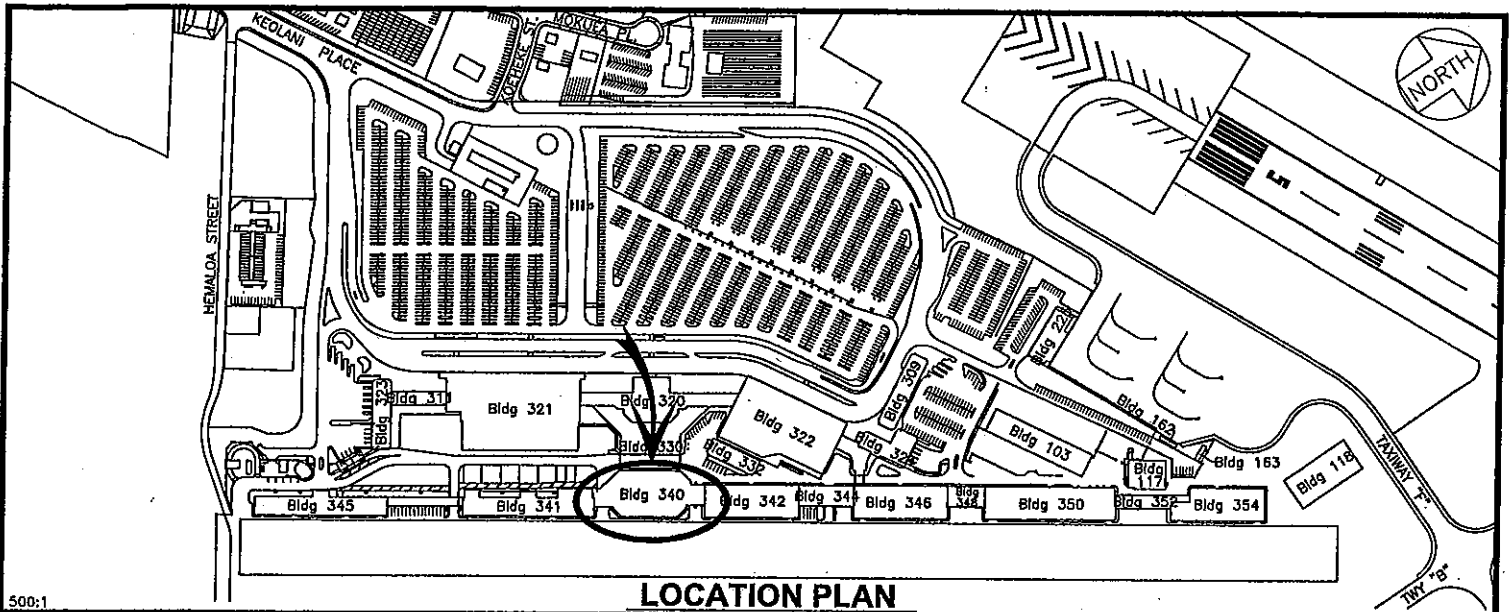
DFS GROUP LP

BUILDING 341
HOLDING ROOMS B
SECOND LEVEL

341-224
PLATS H2, 35

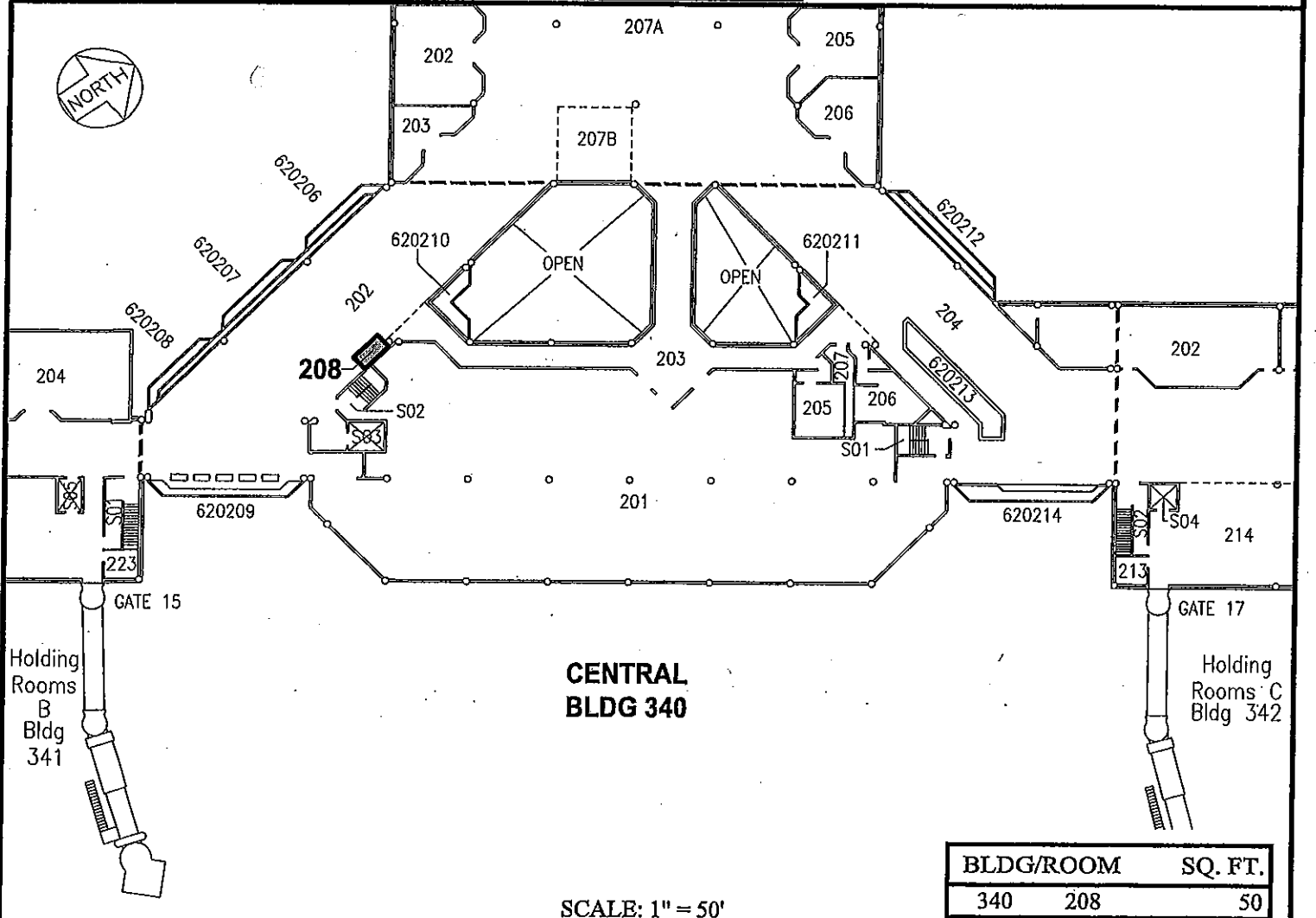
KAHULUI AIRPORT

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LOCATION PLAN



CENTRAL BLDG 340

SCALE: 1" = 50'

BLDG/ROOM	SQ. FT.
340 208	50

LEASE NO. DOT-A-06-0007

DATE : JANUARY 2008

EXHIBIT: **G**



Airports Division

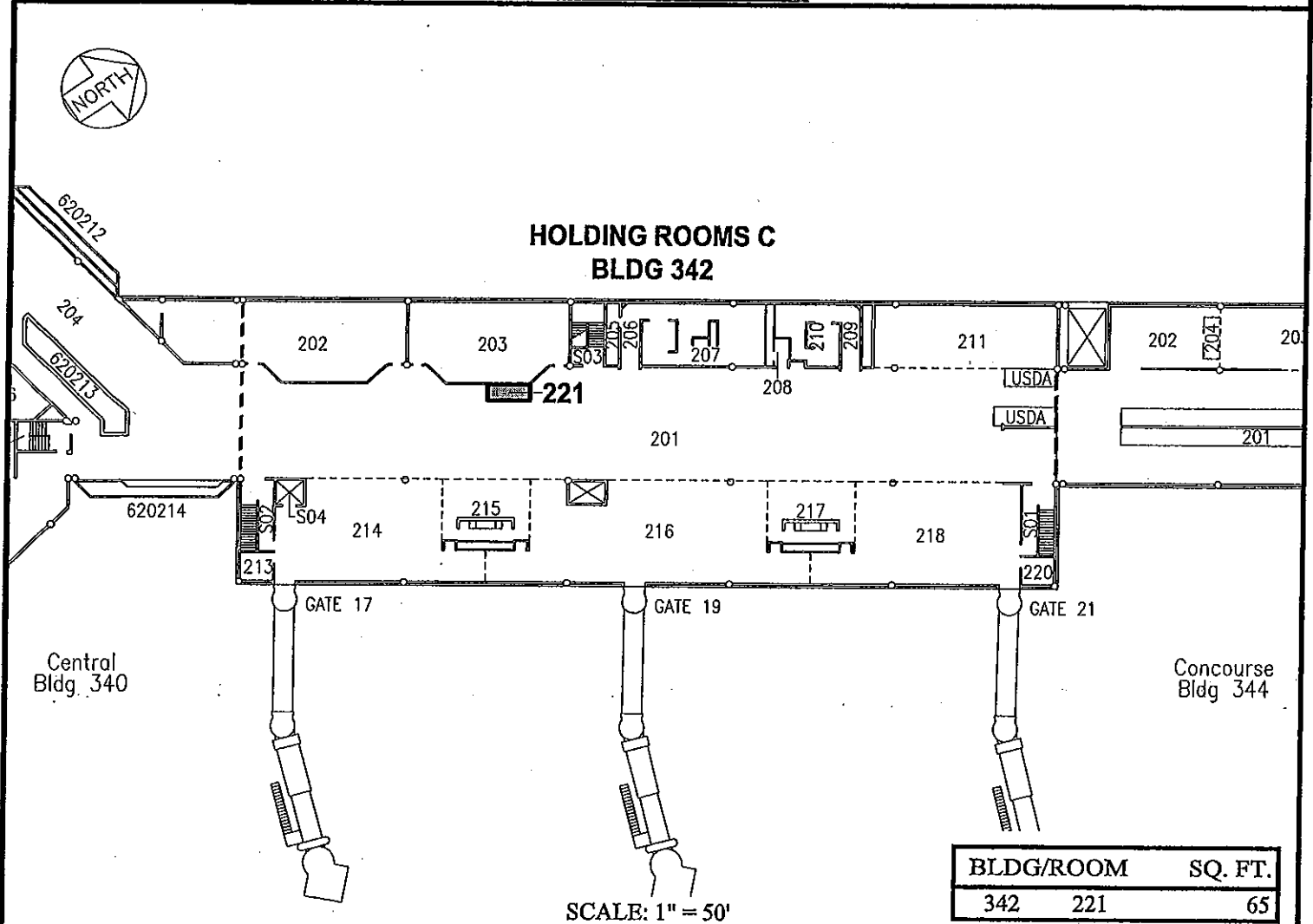
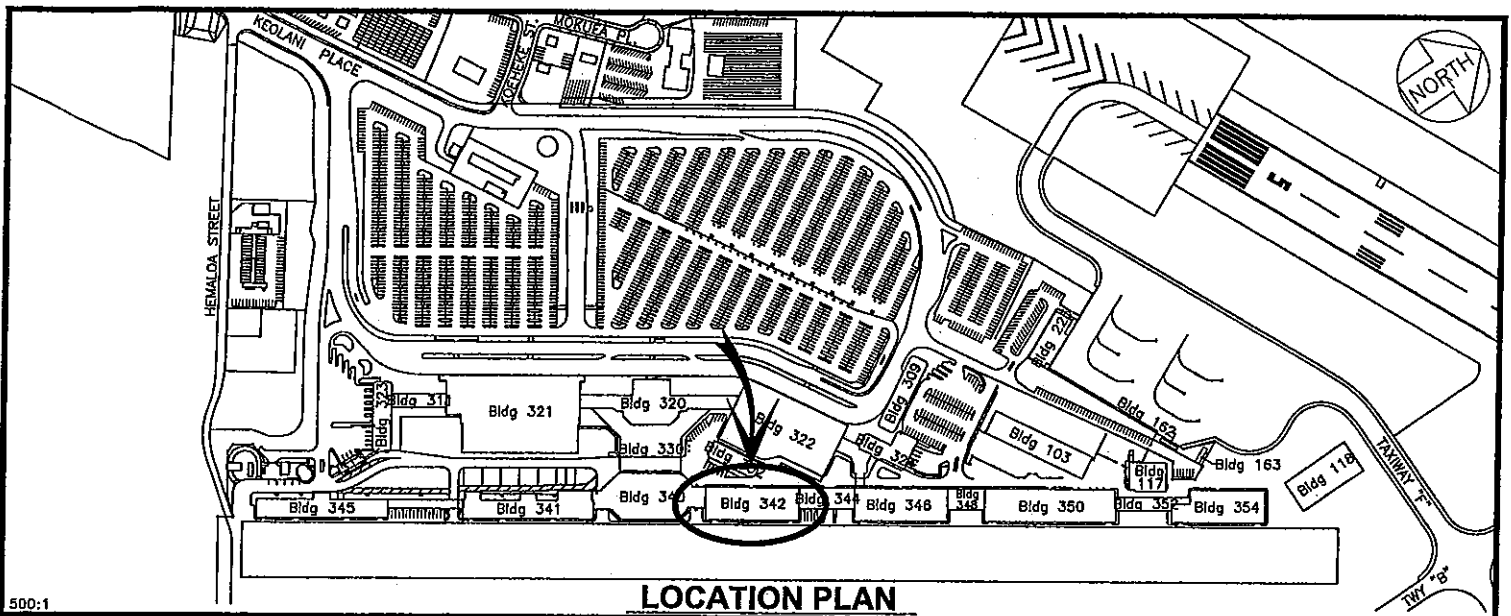
DFS GROUP LP

BUILDING 340
CENTRAL
SECOND LEVEL

340-208
PLATS A2, 35

KAHULUI AIRPORT

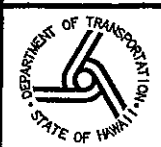
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LEASE NO. DOT-A-06-0007

DATE : JANUARY 2008

EXHIBIT: **H**



Airports Division

DFS GROUP LP

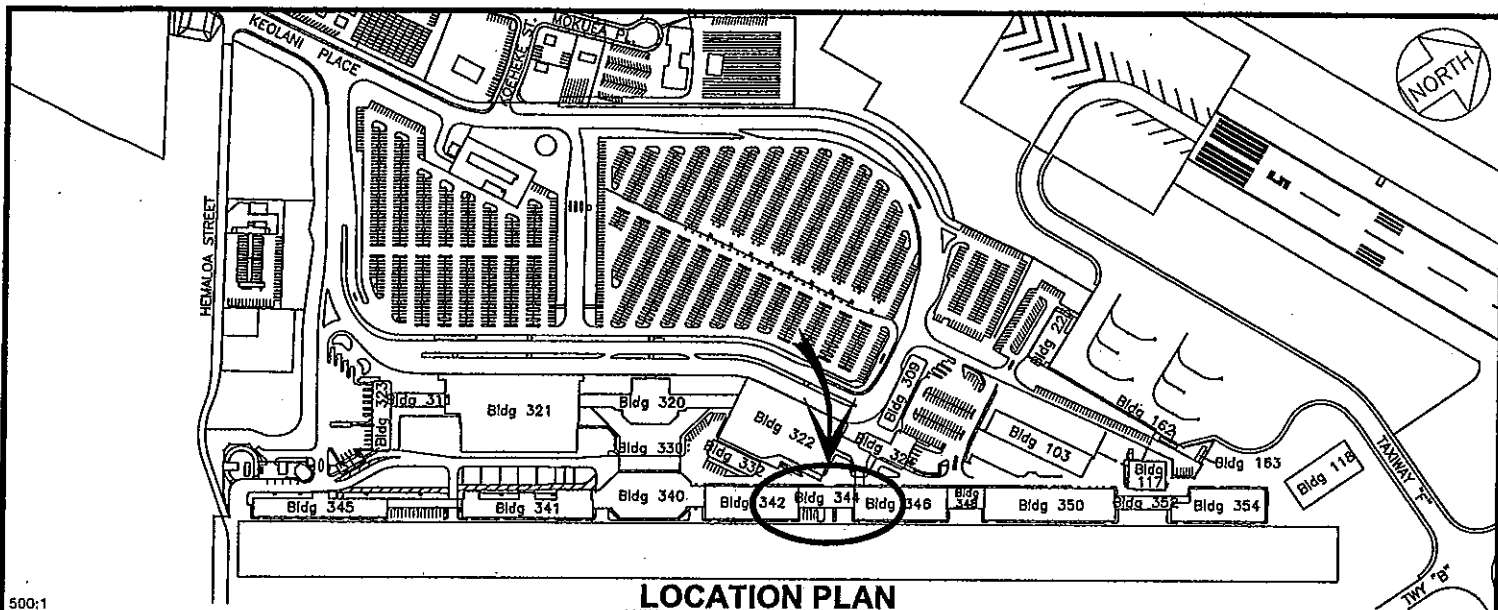
**BUILDING 342
HOLDING ROOMS C
SECOND LEVEL**

342-221

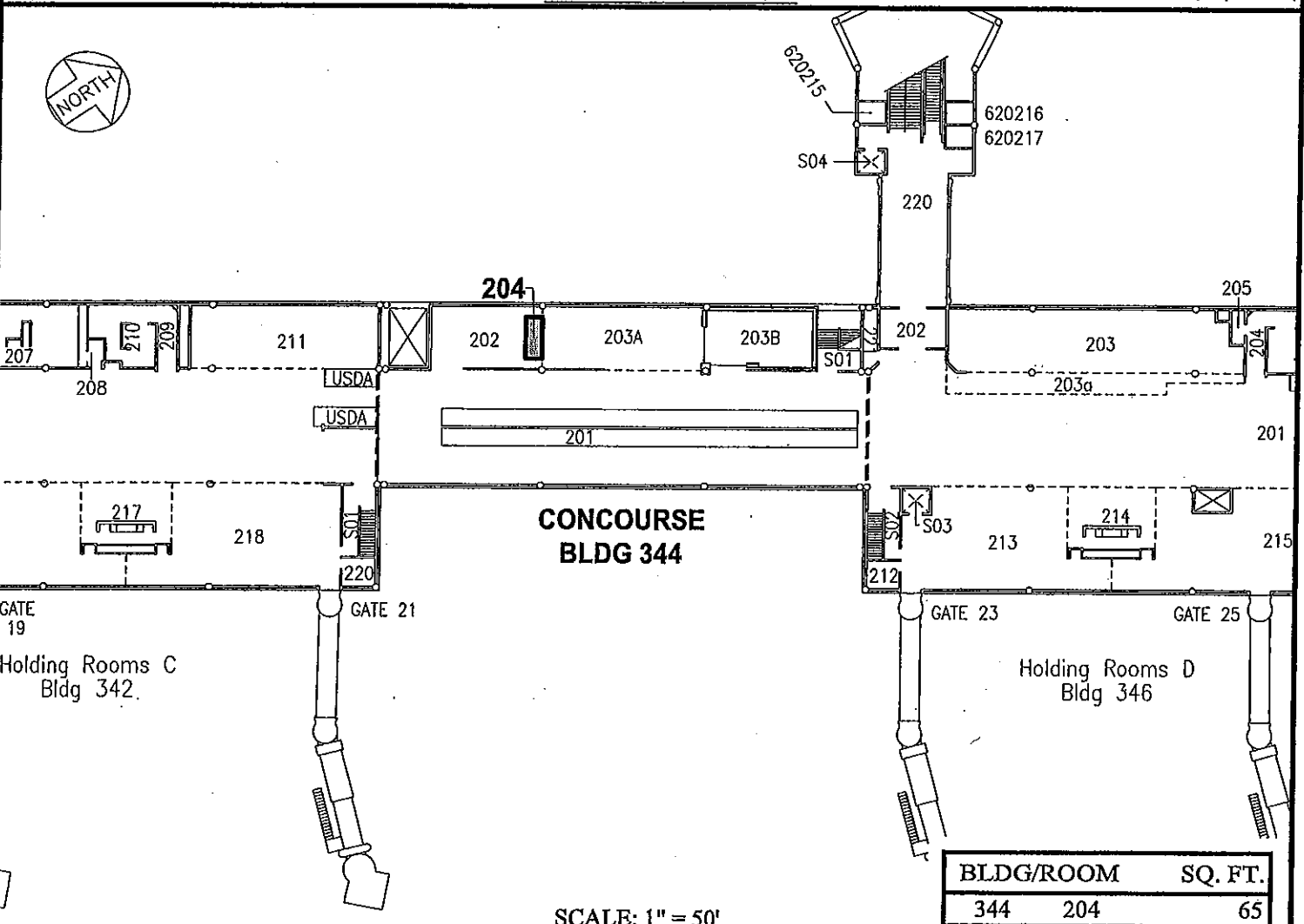
PLATS A2, 35

KAHULUI AIRPORT

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LOCATION PLAN



**CONCURSE
BLDG 344**

SCALE: 1" = 50'

BLDG/ROOM	SQ. FT.
344 204	65

LEASE NO. DOT-A-06-0007

DATE : JANUARY 2008

EXHIBIT: |



Airports Division

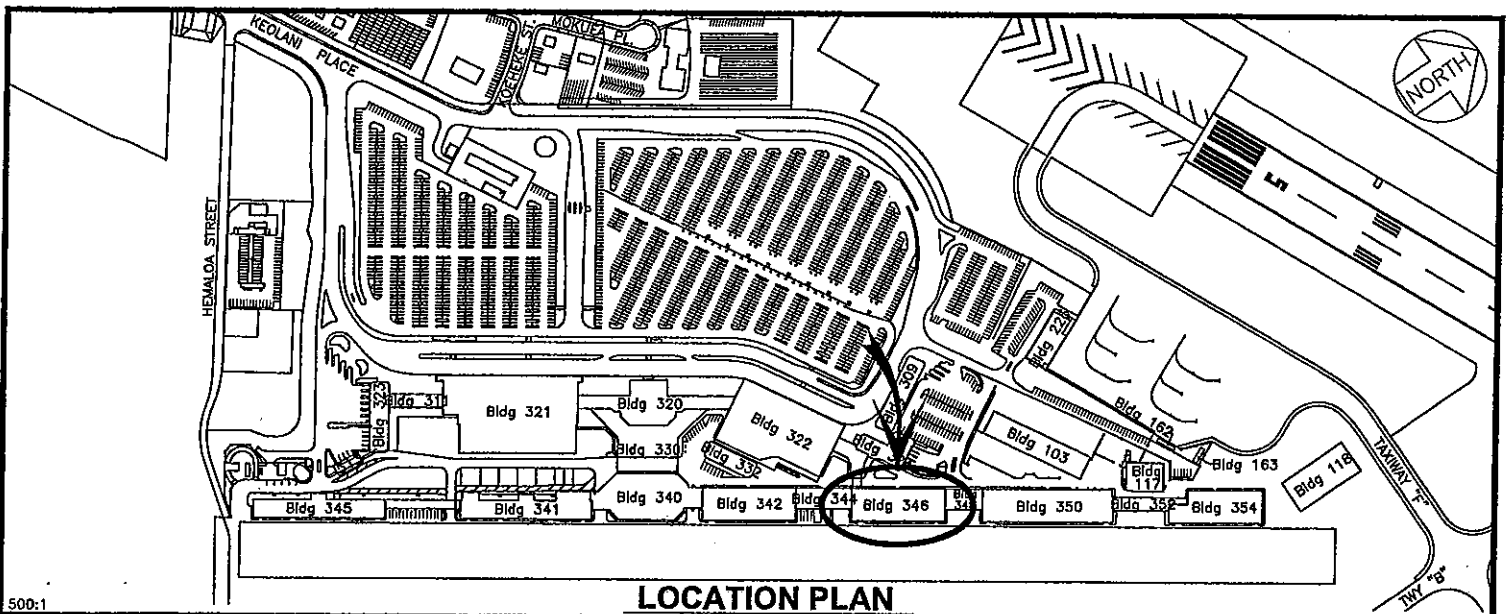
DFS GROUP LP

**BUILDING 344
CONCURSE
SECOND LEVEL**

344-204

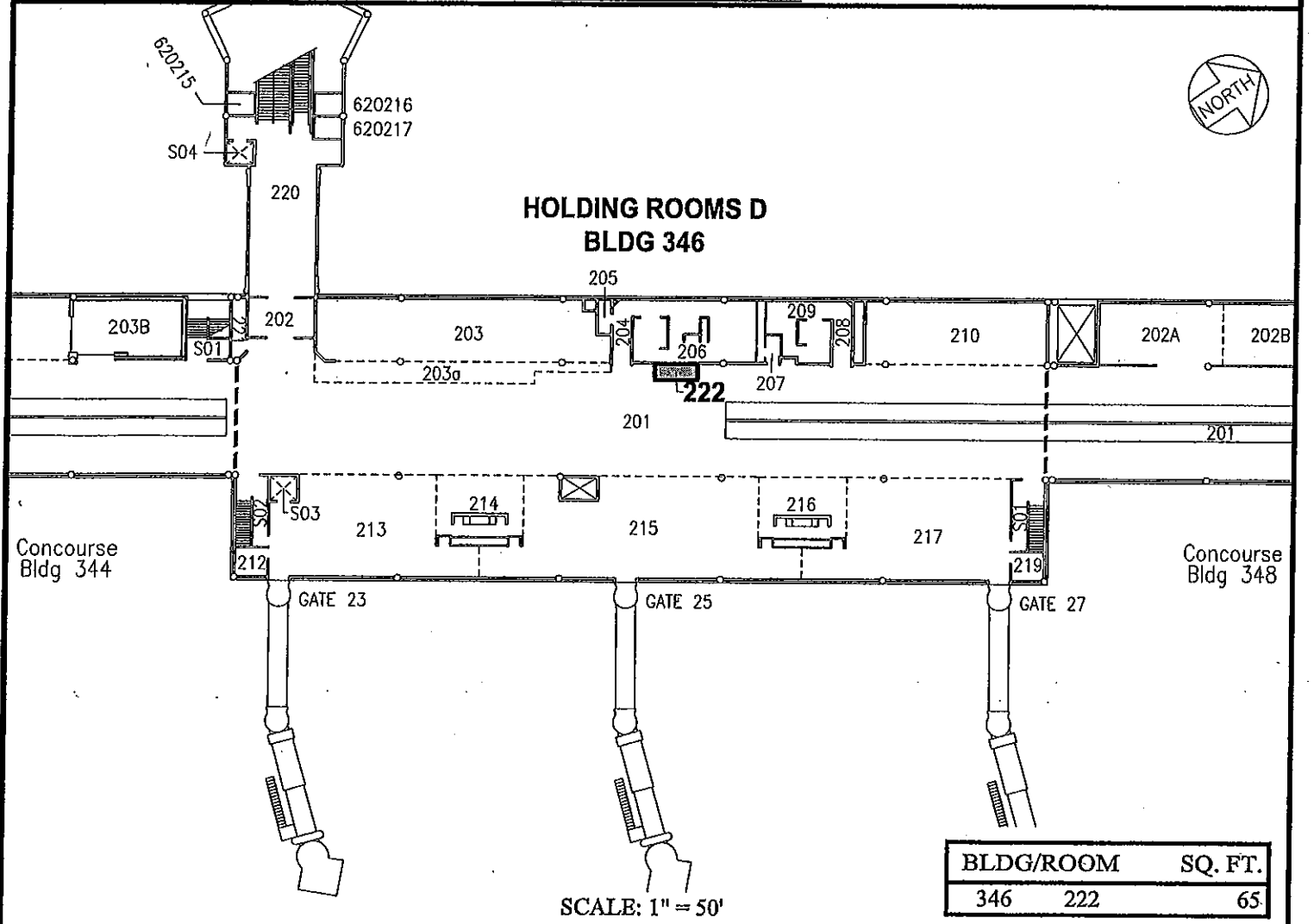
PLATS A2, 35

KAHULUI AIRPORT



500:1

LOCATION PLAN



SCALE: 1" = 50'

BLDG/ROOM	SQ. FT.
346 222	65

LEASE NO. DOT-A-06-0007

DATE : JANUARY 2008

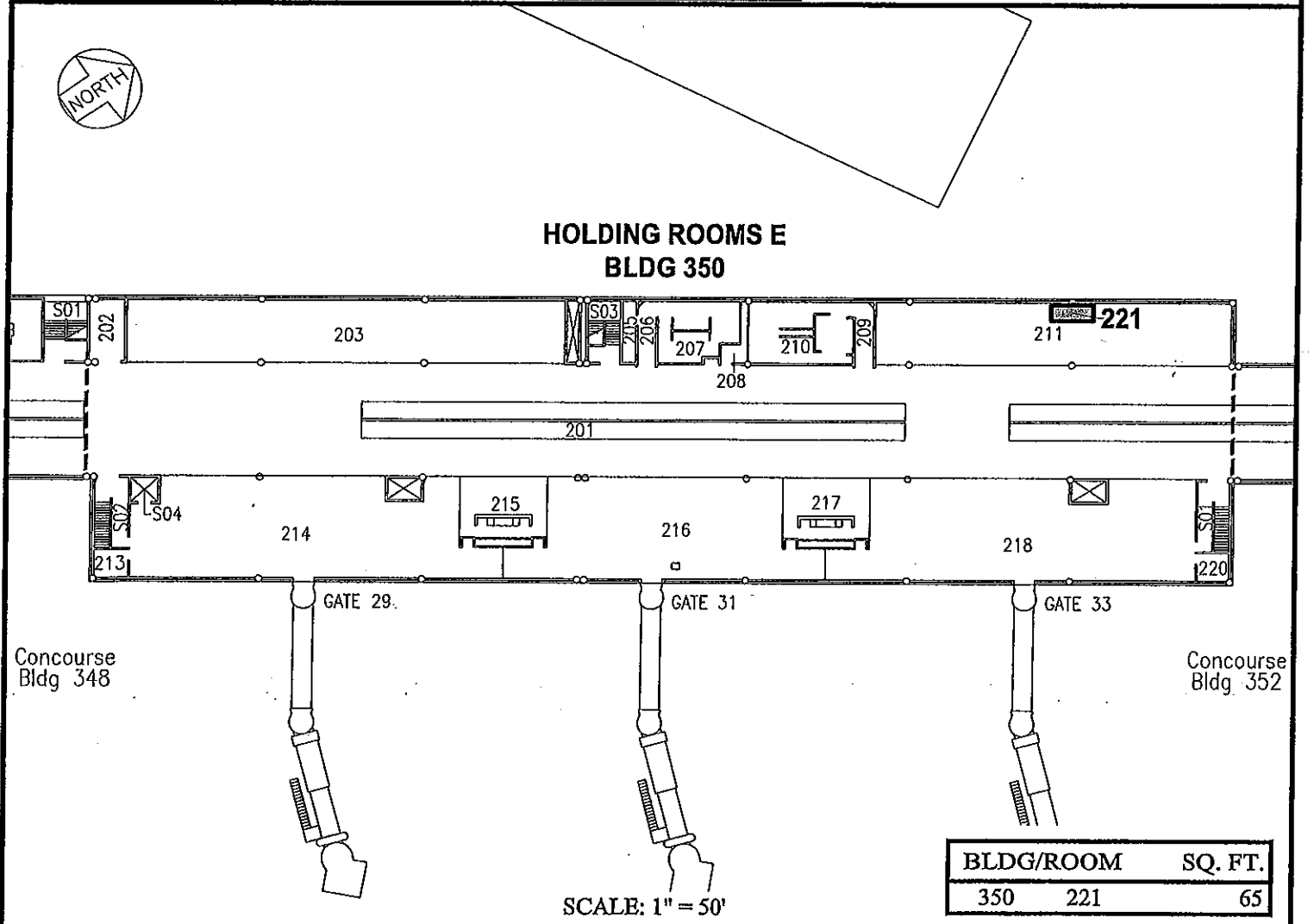
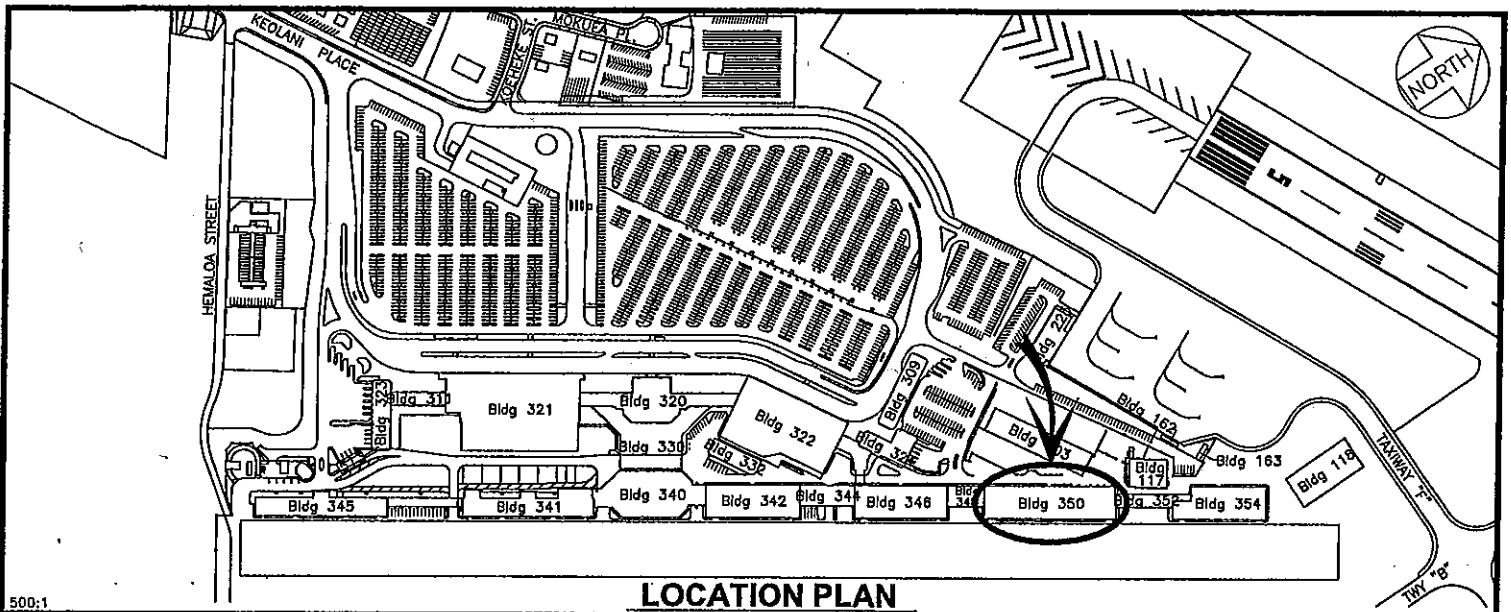
EXHIBIT: **J**



DFS GROUP LP

BUILDING 346
HOLDING ROOMS D
SECOND LEVEL

346-222
PLATS A2, 35



LEASE NO. DOT-A-06-0007

DATE : JANUARY 2008

EXHIBIT: **K**



Airports Division

DFS GROUP LP

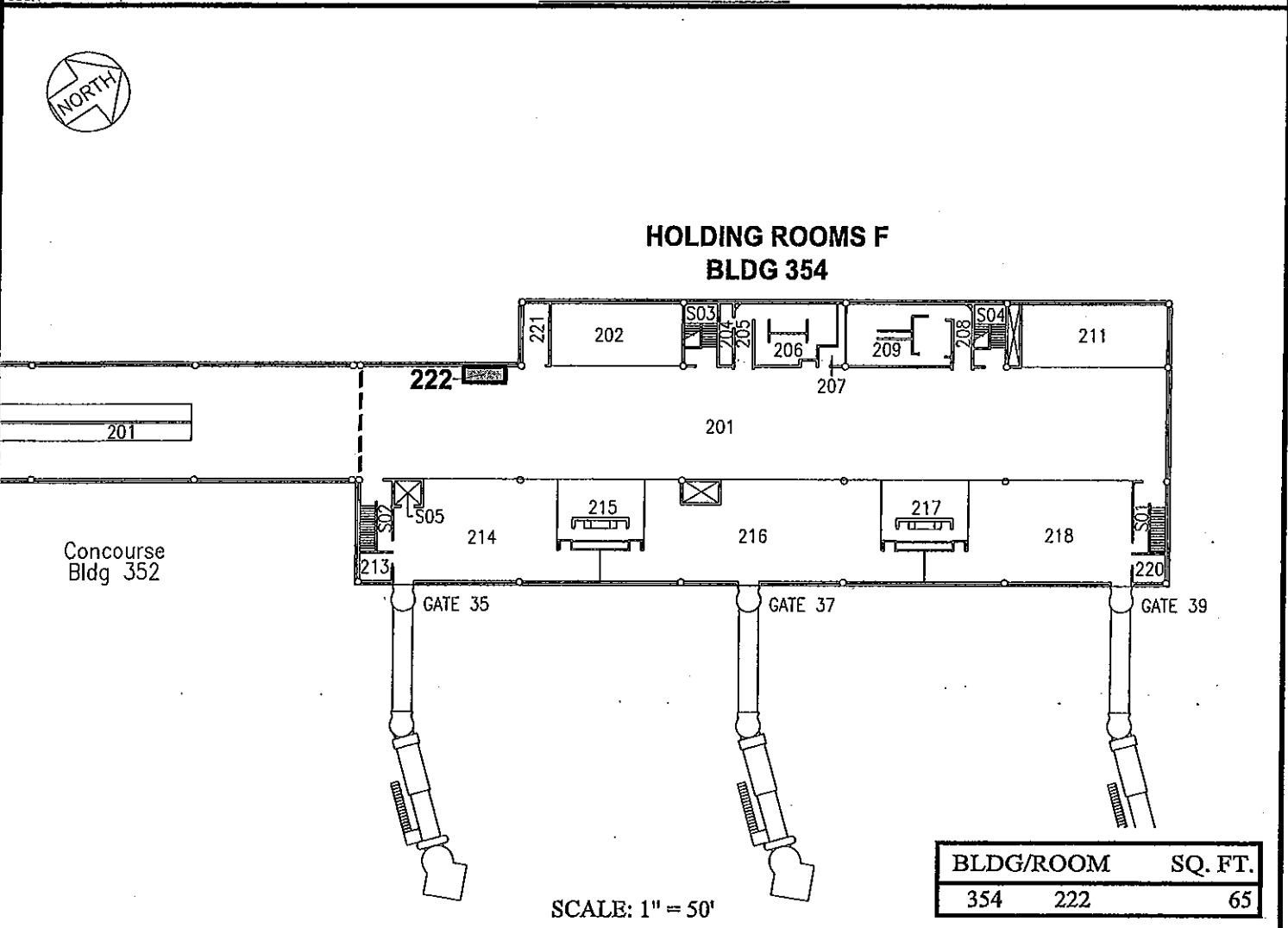
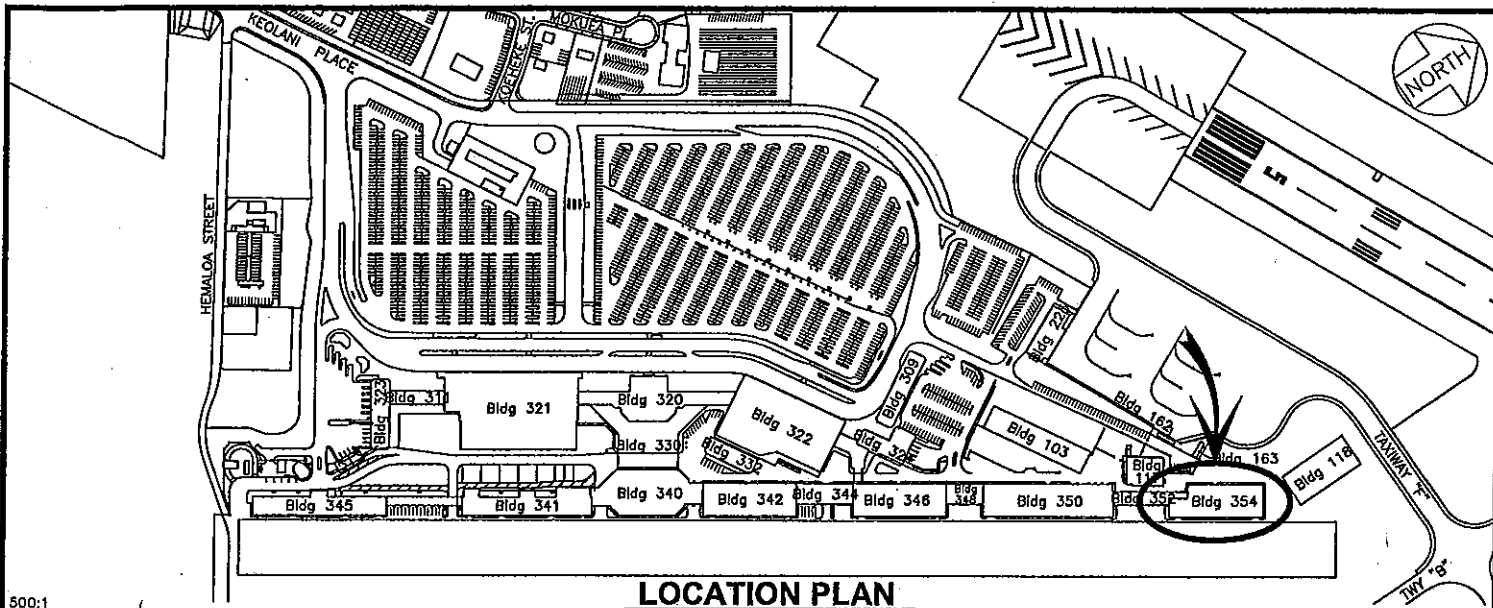
**BUILDING 350
HOLDING ROOMS E
SECOND LEVEL**

350-221

PLATS B2, 35

KAHULUI AIRPORT

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LEASE NO. DOT-A-06-0007

DATE : JANUARY 2008

EXHIBIT: L



Airports Division

DFS GROUP LP

BUILDING 354
HOLDING ROOMS F
SECOND LEVEL

354-222

PLATS B2, 35

KAHULUI AIRPORT

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